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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**SEARS HOLDINGS CORPORATION, *et al.*,  
  
Debtors.<sup>1</sup>**

**Chapter 11**

**Case No. 18-23538 (RDD)**

**(Joint Administration Requested)**

**NOTICE OF APPEARANCE  
AND REQUEST FOR SERVICE OF PAPERS**

PLEASE TAKE NOTICE that the undersigned hereby appear in the above-captioned proceedings as counsel to Citibank, N.A. ("Citibank"), and request, pursuant to Rules 2002, 3017(a), 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure,

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Rule 9074-1(c) of the Local Bankruptcy Rules for the Southern District of New York and Sections 102(1) and 1109(b) of the United States Bankruptcy Code, that all notices given or required to be given in connection with the above-captioned proceedings, and all papers served or required to be served in connection therewith, be given and served upon:

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PLEASE TAKE FURTHER NOTICE that the foregoing request includes, without limitation, any and all notices in respect of any application, motion, petition, pleading, request, complaint, demand, order or any other paper filed in these proceedings whether such notice is formal or informal, written or oral, and whether transmitted by hand delivery, United States Mail, electronic mail, expedited delivery service, telephone, telex, telecopy or otherwise.

This appearance and demand for notice and service of papers is not, and may not be deemed or construed to be, a consent to jurisdiction of the Bankruptcy Court over Citibank. Further, this appearance and demand for notice and service of papers is not, and may not be deemed or construed to be, a waiver of any of Citibank's substantive or procedural rights, including without limitation: (i) Citibank's right to have final orders in non-core matters entered only after *de novo* review by a District Court; (ii) Citibank's right to trial by jury in any proceeding so triable herein or in any case, controversy or

proceeding related hereto; (iii) Citibank's right to have the reference withdrawn by the District Court in any matter subject to mandatory or discretionary withdrawal; or (iv) any other rights, claims, actions, defenses, set-offs or recoupments, all of which Citibank expressly reserves.

Dated: October 15, 2018  
New York, New York

By: /s/ Eli J. Vonnegut  
Marshall S. Huebner  
Eli J. Vonnegut

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